

UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA

Nathan Nerland, Daniel Williams-Goldberg Court File No. 05-1847 PJS /JJG
and James Geckler, individually and on
behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

Caribou Coffee Company, Inc.,

Defendant.

**ORDER PRELIMINARILY
APPROVING PROPOSED
SETTLEMENT, APPROVING
NOTICE TO OPT-IN CLASS AND TO
MINNESOTA CLASS, APPOINTING
SETTLEMENT ADMINISTRATOR,
AND SETTING FINAL HEARING ON
PROPOSED SETTLEMENT**

The above-captioned matter came before the Court on January 31, 2008, on the Parties' joint request for an order (1) preliminarily approving the proposed Stipulation of Settlement between the Parties, (2) approving notice to be given members of the FLSA Opt-In Class and to members of the Minnesota Class, (3) appointing a Settlement Administrator, and (4) scheduling a date for a final approval hearing on the proposed Stipulation of Settlement. The Parties' Stipulation of Settlement and its Exhibits set forth the terms and conditions for the proposed settlement of this case and for the dismissal of claims with prejudice. At the request of the Court, the parties made changes to the Stipulation of Settlement and to some of the Exhibits. Having considered the Amended Stipulation of Settlement and the revised Exhibits submitted with it, the arguments of Counsel, and the requirements of Rule 23 of the Federal Rules of Civil Procedure,

IT IS HEREBY ORDERED:

Preliminary Approval of Amended Stipulation of Settlement

1. The Amended Stipulation of Settlement reached among the Parties appears, upon preliminary review, to be fair, reasonable, adequate, and not the product of collusion among the Parties. Accordingly, the Court preliminarily approves the Amended Stipulation of Settlement pending a final hearing as provided herein.

Approval of Notice to Class Members

2. The Court approves, as to form and content, the Notice of Proposed Settlement to FLSA Opt-In Class and the Notice of Proposed Settlement to Minnesota Class (collectively, the “Notices”), attached as Exhibits 5 and 6 to the Amended Stipulation of Settlement. The Court finds that the mailing of the notices in the manner and form set forth in the Amended Stipulation of Settlement meets the requirements of Rule 23 of the Federal Rules of Civil Procedure and due process and is the best notice practicable under the circumstances. The Court also approves, as to form and content, the Claim Form Instructions and Claim Form (collectively, “Claim Form”) attached as Exhibit 7 to the Amended Stipulation of Settlement.

3. Mailing of the Notices and Claim Form shall be accomplished by first-class mail delivery to all class members at their last known addresses as reflected in Defendant’s records and/or Plaintiffs’ counsel’s records and as updated through the reasonable efforts of the Settlement Administrator.

Objections to Settlement Matters

4. Any Class Member may object to the proposed Amended Stipulation of Settlement, the request for attorneys' fees, cost and expenses, the request for separate awards to Named Plaintiffs, or any other matter related to the Amended Stipulation of Settlement. Any such Class Member who intends to so object must submit an objection (and supporting brief, if any) in writing, by mail, no later than 60 days after the initial mailing of the Notices, to:

Charles N. Nauen, Esq.
Lockridge Grindal Nauen P.L.L.P.
100 Washington Avenue South, Suite 2200
Minneapolis, Minnesota 55401

and to:

Joseph M. Sokolowski, Esq.
Fredrikson & Byron, P.A.
200 South Sixth Street, Suite 4000
Minneapolis, Minnesota 55402

Any person who fails to submit an objection in this prescribed manner shall be regarded as having waived such objection and will be barred from subsequently raising it in any proceeding relating to the Amended Stipulation of Settlement.

Appointment of Settlement Administrator

5. Simpluris, Inc. shall serve as Settlement Administrator.

Setting of Final Approval Hearing

6. A hearing shall be held in the United States District Court, 180 East Fifth Street, St. Paul, Minnesota, beginning at 8:00 a.m. on May 12, 2008, to, inter alia: (a) determine whether the proposed settlement of this case on the terms and conditions provided for in the Amended Stipulation of Settlement should be given final approval as fair, reasonable and adequate, (b) determine whether judgment dismissing this Litigation with prejudice should be entered, (c) determine Plaintiffs' and Plaintiffs' Counsel's request for an award of attorneys' fees, costs and expenses and for separate awards to Named Plaintiffs, and (d) determine distribution of the Settlement Fund in accordance with the terms of the Amended Stipulation of Settlement.

Dated: February 1, 2008

s/Patrick J. Schiltz

Patrick J. Schiltz

United States District Judge